

**Item 1: Cover Page for Part 2A of Form ADV:
Firm Brochure
March 2013**



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This brochure provides information about the qualifications and business practices of LeapScore™. If you have any questions about the contents of this brochure, please contact Jeffrey Burrow at (877) 684-4110 or by email at jeff@leapscore.com. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any State Securities Authority.

Additional information about LeapScore™ also is available on the Security and Exchange Commission's website at www.adviserinfo.sec.gov.

Please note that the use of the term "registered investment adviser" and description of LeapScore™ and/or our associates as "registered" does not imply a certain level of skill or training. You are encouraged to review this Brochure and Brochure Supplements for our firm's associates who advise you for more information on the qualifications of our firm and our employees.

Item 2: Material Changes

LeapScore™ is required to advise you of any material changes to our Firm Brochure ("Brochure") from our last annual update, identify those changes on the cover page of our Brochure or on the page immediately following the cover page, or in a separate communication accompanying our Brochure. We must state clearly that we are discussing only material changes since the last annual update of our Brochure, and we must provide the date of the last annual update of our Brochure.

Please note that we do not have to provide this information to a client or prospective client who has not received a previous version of our brochure.

At this time, there are no material changes to report about our Brochure.

Item 3: Table of Contents

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Item 4: Advisory Business

How did LeapScore™ come about?

LeapScore™ was founded in 2013 by co-founders Jason Gordo, AIF®, CRPS® and Jeff Burrow, CFP®, AIF® who began their careers at two different major Wall Street brokerage firms, but over time became disenchanted with the culture of the companies where they worked. Because the major brokerage houses were created through the traditions of salesmanship and not stewardship, Jason and Jeff were not able to fully implement their vision of helping clients by using the highest level of thinking. The two left Wall Street to build a successful private financial planning firm located in Modesto, CA named Valley Wealth, Inc.

Since opening their independent advice practice in the Central Valley of California, they came to the realization that there is a huge disconnect between what the financial advisor industry thinks "Financial Planning" entails and what the consumer believes "Financial Planning" to be. The consumer thinks it's "advice" on what to do with all things financial, including debt management, tax planning, insurance planning, retirement savings, college planning, budgeting, estate planning (wills, trusts, charitable giving, etc.), and of course, investing.

The advisor community is rarely able to cover all aspects of "financial planning" because of the complexity of each subject area. Rarely can one person be an expert in all things. And those who are experts in the planning process (mainly, CERTIFIED FINANCIAL PLANNER™ professionals- CFP®'s) have limited time, aren't always easy to find, and charge a decent hourly rate. Additionally, technology has only recently evolved to the point where consumers (let alone advisors) can use real-time financial data to help obtain financial advice. It is this advance in technology which has been a big driver in our ability to create LeapScore™ as an objective, financial advice delivery system.

What exactly is LeapScore™?

LeapScore™ is a revolutionary tool that gives every person financial clarity. LeapScore™ is a tool on the Web that you can visit at home, at work, or from a mobile device. You tell it details about your finances and goals, connect your financial accounts, and then see your "**LeapScore**" and recommended steps to improve the score. The more information you give LeapScore™, the clearer your financial picture becomes. LeapScore™ generates for you customized steps to move you closer to your goals. Acting on your steps moves you forward—and improves your LeapScore.

LeapScore™ is an entirely new financial service that empowers people to take more control over their financial life by "gamefying" the financial planning process.

Your LeapScore™ is a score that encompasses everything you own, everything you owe, and how well you're doing with your money—based on the goals you set for yourself. Your LeapScore™ is the summation of the past financial decisions that got you where you are today.

The score provides an easy to understand way for people to visualize and gauge their overall financial health. This score goes beyond just showing you your financial position. It also tells you how to improve it. It gives you the steps you should take to achieve your goals in the fastest, most efficient way possible.

By taking no action, you might see your LeapScore™ decline. That number will keep you continually engaged with your own financial life. Your number goes up, life gets better. Your number goes down and you will know precisely which action steps to take to make things better. The choice is yours. LeapScore™ keeps your focus on those aspects of your financial life you can control: how much money you can put away, how much debt you pay down, how to invest your money, and how to protect your loved ones.

LeapScore™ is not vague analysis. LeapScore™ is straight-talking, Wall Street lingo free, financial advice. And, dare we say it? Fun.

Individual Tailoring and Imposed Restrictions

We offer individualized investment advice to clients based on their current financial situation, existing resources, financial goals, and tolerance for risk. Each client has the opportunity to place reasonable restrictions on the types of investments to be held in the portfolio. Restrictions on investments in certain securities or types of securities may not be possible due to the level of difficulty this would entail in managing the account.

Assets under Management

We manage \$0 on a discretionary basis and \$0 on a non-discretionary basis as of March 22, 2013.

Item 5: Fees & Compensation

What is Our Business Model and Compensation?

We will not charge users to use our service.

We will receive compensation from vendors as we refer users to financial products and solutions in order to fulfill action steps. For example, if a user needs to refinance their mortgage, we will receive a referral fee from a mortgage lender. If they need to rollover a 401(k), we'd receive a referral from a custodian like Schwab, Fidelity or TD Ameritrade. If they need life insurance, then we'd refer to an insurance broker and they'd pay us a fee. There will be dozens of vendors for the various products and solutions that are needed for each user. All compensation will be flat fees and not based on any commission or sliding scale. Clients are under no obligation to act upon our recommendations.

Investment Fees

Please note if clients choose to implement our financial advice, there are typical investment charges clients should be ready to bear. These charges are not associated with our firm (unless you hire our affiliated firm, Valley Wealth, Inc., to manage your assets) nor do we have any influence over these fees.

Typical charges include: transaction charges for trades executed in their accounts; charges imposed directly by a mutual fund or exchange traded fund asset manager, which shall be disclosed in the fund's prospectus (i.e., fund management fees and other fund expenses).

Item 6: Performance-Based Fees & Side-By-Side Management

We do not charge performance fees to our clients.

Item 7: Types of Clients

Our services are made public and are targeted to individuals. However, as it is public, clients may also include: high net worth individuals; charitable organizations; corporations, limited liability companies and/or other business types.

There are no account requirements to use LeapScore™.

Item 8: Methods of Analysis, Investment Strategies & Risk of Loss

The biggest advancement we bring to the industry is that LeapScore™ has “gamefied” the financial planning process by giving you a “score” based on how well you are doing with your money and the financial decisions you are making. The score is computed in relation to the user’s own unique goals. Additionally, users can see how well they’re doing against their peer group (age, income, location) as an added motivational factor. To improve their score (aka, improve their financial health), users can earn points by accomplishing recommended action steps to move them closer toward their own goals.

In addition to bringing a new sense of “fun” to the financial services arena, we dramatically simplified something most people consider inherently complex and have created a way for people to know where they stand on a universal ranking system.

Co-Founder Jeff Burrow is a CERTIFIED FINANCIAL PLANNER™ (CFP®) practitioner and has had access to “The Job Study.” This research is one of the CFP Board of Standards commitments to the financial planning industry. Every few years, the study is conducted by asking CFP® professionals, “Which are the financial planning tasks your customers need the most help with?” The baseline algorithm created by LeapScore™ took into account the Job Study’s common planning needs and was programmed to solve the financial challenges most Americans face. Although the CFP Board of Standards was not directly involved in the creation of LeapScore™, its unbiased work and passion to help all people with personal financial planning was instrumental in ensuring that our algorithm was built to be used by ALL Americans and not just the affluent.

Risks

LeapScore is generated by data that is inputted by the client. Therefore, LeapScore cannot be liable for inaccurate information inputted by clients. LeapScore does not guarantee the suitability of recommendations given. Clients are responsible for their own investment decisions executed by the client. LeapScore recommends that clients consult their lawyer, accountant, or personal financial advisor prior to investing.

Investing in securities involves risk of loss that clients should be prepared to bear. While the stock market may increase and your account(s) could enjoy a gain, it is also possible that the stock market may decrease and your account(s) could suffer a loss. It is important that you understand the risks associated with investing in the stock market, are appropriately diversified in your investments, and ask us any questions you may have.

Item 9: Disciplinary Information

Rule 206(4)-4 of the Investment Advisers Act of 1940 requires us to provide you with disclosures of any legal or disciplinary activities deemed material to your evaluation of our services and our firm.

Neither the firm nor its personnel have any disciplinary, regulatory, criminal, civil, or otherwise reportable history to disclose at this time.

Item 10: Other Financial Industry Activities & Affiliations

Broker-Dealer Registration

Neither the firm nor any of its management persons is a broker-dealer, registered representative of a broker-dealer, or pending an application as such.

Futures Commission Merchant/Commodities

Neither the firm nor any of its management persons is a commodity broker/futures commission merchant, a commodity pool operator, commodity trading advisor or an associated person for the foregoing entities or has an application for registration pending.

Related Persons

Management persons are also insurance agents appointed with various insurance companies. In these capacities, management persons of our firm may recommend insurance products, and receive commissions and other compensation if products are purchased. Thus, a potential conflict of interest exists between the interests of management persons and those of the advisory clients. However, clients are under no obligation to act upon any recommendations of the associated persons or execute any transactions through the management persons if they decide to follow the recommendations.

Relationship with Other Advisors

As stated in Item 4 of this Brochure, our management persons also own Valley Wealth, Inc., a registered investment adviser registered with the Securities and Exchange Commission. As such, LeapScore™ may have an incentive to recommend Valley Wealth, Inc. as alternative investment adviser. This creates a conflict of interest in that these recommendations are based on our relationship with Valley Wealth, Inc. and may not be in the best interest of our clients. However, we have determined in good faith that Valley Wealth, Inc.'s services are reputable

and such recommendations will be based on the client's needs. Clients are under no obligation to implement the recommendations we provide.

Item 11: Code of Ethics, Participation or Interest in Client Transactions & Personal Trading

Code of Ethics

LeapScore™ has adopted a Code of Ethics that sets forth the basic policies of ethical conduct for all managers, officers, and employees of the firm. The Code of Ethics describes our fiduciary duties and obligations to you, and sets forth our practice of supervising the personal securities transactions of employees who maintain access to your information. The Code of Ethics is available upon request.

LeapScore™ collects and maintains records of securities holdings and transactions made by employees. We review the personal trading practices of its employees to identify and resolve any potential or realized conflicts of interest.

LeapScore™ and/or its representatives may purchase or sell investments for their personal accounts that they have similarly recommended to you.

Item 12: Brokerage Practices

Recommending Broker-Dealers

We seek to recommend a custodian/broker who will hold your assets and execute transactions on terms that are overall most advantageous when compared to other available providers and their services. We consider a wide range of factors, including, among others, these:

- Ability to maintain the confidentiality of trading intentions
- Timeliness of execution
- Timeliness and accuracy of trade confirmations
- Liquidity of the securities traded
- Willingness to commit capital
- Ability to place trades in difficult market environments
- Research services provided
- Ability to provide investment ideas
- Execution facilitation services provided
- Record keeping services provided
- Custody services provided

- Frequency and correction of trading errors
- Ability to access a variety of market venues
- Expertise as it relates to specific securities
- Financial condition
- Business reputation

Research and Other Soft Dollar Benefits

Our firm recommends various custodians. Due to this, we receive services which include, among others, brokerage, custodial, administrative support, record keeping and related services that are intended to support our firm in conducting business and in serving the best interests.

LeapScore™ is not affiliated with any broker-dealer. Research and other services as mentioned above, are customary for engaging with a broker-dealer for their services. None of the benefits we receive are excessive nor are they “soft dollars” – funds which are generated by client trades “commission rebates or credits” being used to purchase products or services.

LeapScore™ will not have discretion over which custodians our clients choose to engage with. For that reason, our firm cannot guarantee best execution. Client may pay higher or lower transaction fee depending on the broker-dealer they choose to custody with. Our recommendations for broker-dealers are determined by the factors stated in the above section.

Item 13: Review of Accounts

LeapScore™ is an automated system using an algorithm that recommends financial advice and adjustments upon changes made by the client.

Item 14: Client Referrals & Other Compensation

Beyond what is stated in Item 5A of this Brochure, we do not receive additional economic benefits.

We may pay referral fees (non-commission based) to independent solicitors (non-registered representatives) for the referral of their clients to our firm in accordance with Rule 206 (4)-3 of the Investment Advisers Act of 1940. Such referral fee represents a share of our investment advisory fee charged to our clients. This arrangement will not result in higher costs to you. In this regard, we maintain Solicitors Agreements in compliance with Rule 206 (4)-3 of the Investment Advisers Act of 1940 and applicable state and federal laws. All clients referred by Solicitors to our firm will be given full written disclosure describing the terms and fee arrangements between our firm and Solicitor(s). In cases where state law requires licensure of solicitors, we ensure that no solicitation fees are paid unless the solicitor is registered as an

investment adviser representative of our firm. If we are paying solicitation fees to another registered investment adviser, the licensure of individuals is the other firm's responsibility.

Item 15: Custody

We do not have custody of client assets. If clients choose to follow our recommendation for custodial services, clients will receive at least quarterly account statements directly from their custodians listing your account balance(s), transaction history and any fee debits or other fees taken out of your account. No fees will be taken out of your account for LeapScore's™ services.

We encourage our clients to raise any questions with us about the custody, safety or security of their assets.

Item 16: Investment Discretion

We do not have discretion over client's accounts or assets, unless a user of LeapScore chooses to use Valley Wealth, Inc.'s or other third party asset management service providers' discretionary investment portfolios. Please see Item 4 for a description of our services.

Item 17: Voting Client Securities

LeapScore™ does not maintain any voting or proxy rights with respect to corporate actions related to such assets. You will vote your own proxies, which you will receive directly from your custodian or broker-dealer. You may contact us if you have any questions.

Item 18: Financial Information

We are not required to provide financial information to our clients because:

- We do not require the prepayment of more than \$1,200 in fees when services cannot be rendered within 6 (six) months.
- We do not take custody of client funds or securities.
- We do not have a financial condition or commitment that impairs its ability to meet contractual and fiduciary obligations to clients.

We have never been the subject of a bankruptcy proceeding.